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Attorneys for United States Steel Corporation

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:	:	Case No. 05-44481
	:	
DELPHI CORPORATION, et al.	:	
	:	
Debtors.	:	

**UNITED STATES STEEL CORPORATION'S OBJECTION TO:  
(1) DEBTORS' NOTICE OF ASSUMPTION AND/OR ASSIGNMENT  
OF EXECUTORY CONTRACT OR UNEXPIRED LEASE TO BUYER IN  
CONNECTION WITH SALE OF STEERING AND HALFSHAFT BUSINESS AND  
(2) DEBTOR'S NOTICE OF CURE AMOUNT WITH RESPECT TO EXECUTORY  
CONTRACT OR UNEXPIRED LEASE TO BE ASSUMED AND ASSIGNED IN  
CONNECTION WITH SALE OF STEERING AND HALFSHAFT BUSINESS**

United States Steel Corporation ("US Steel"), for its objection to the Debtors' Notice of Assumption and/or Assignment of Executory Contract or Unexpired Lease to Buyer in Connection with Sale of Steering and Halfshaft Business (the "Steering Assignment Notice") (Doc. No. 12323) and to the Debtors' Notice of Cure Amount With Respect to Executory Contract or Unexpired Lease to be Assumed and Assigned in Connection with Sale of Steering and Halfshaft Business (the "Steering Cure Notice")(Doc. No. 12324), states as follows:

### **Background**

1. This Court has jurisdiction over this matter pursuant to Sections 157 and 1334 of Title 28 of the United States Code. This matter presents a core proceeding pursuant to Section 157(b)(2) of Title 28. Venue in this Court is appropriate pursuant to Section 1409 of Title 28.

2. On or about January 28, 2008, US Steel received from the Debtors the Steering Cure Notice. The Steering Cure Notice lists as a contract to be assumed "Purchase Order Number(s) SAG9014890" (the "USS Contract") with a cure amount of \$0.

3. US Steel is unable to determine to which contract or transaction the Steering Cure Notice refers as the purchase order number appears to be an internal number used by the Debtors. US Steel is not aware of any executory contract between it and the Debtors.

4. However, US Steel holds a nonpriority unsecured claim in this case. On June 27, 2006, US Steel timely filed its proof of claim in the case of Debtor Delphi Corporation (Case No. 05-44481), asserting a nonpriority unsecured claim against Debtor Delphi Corporation for goods sold and delivered totaling \$399,548 (the "USS Claim"). This USS Claim is identified as Claim 8657 in these cases. The Debtors' objection to the USS Claim is pending and has not been resolved.

5. To the extent that the Steering Assignment Notice and the Steering Cure Notice and the USS Contract referred to therein relate to any portion of the USS Claim, US Steel objects to the assumption and assignment of the USS Contract based on a cure amount of \$0.

WHEREFORE, US Steel requests that the Court enter an order  
(a) denying the Debtors' request to assume and assign the USS Contract and (b)  
granting such other and further relief as is just.

Dated: February 1, 2008

Respectfully submitted,

/s/Richard L. Ferrell  
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**CERTIFICATE OF SERVICE**

I, the undersigned, do hereby certify that a copy of the foregoing was served, via electronic mail or ordinary U.S. Mail on this 1<sup>st</sup> day of February, 2008 on the following:

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Honorable Robert D. Drain  
US Bankruptcy Judge  
US Bankruptcy Court, SDNY  
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